

HOPKINS & SUTTER

(A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS)

2800 LIVERNOIS SUITE 220 TROY, MI 48063-1220 (248) 740-6600

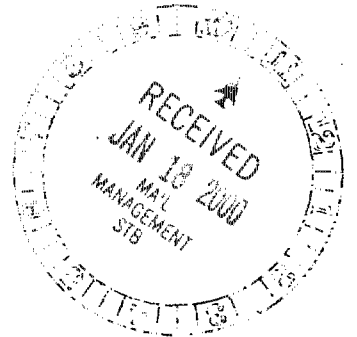
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MARY P. SCLAWY
(248) 740-6602
Direct Fax: (248) 740-6613
E-Mail: MSclawy@hopsut.com



January 17, 2000

RECORDATION NO. 10809-A FILED

JAN 21 '00 18:48 AM

SURFACE TRANSPORTATION BOARD

RECEIVED
SURFACE TRANSPORTATION
BOARD
JAN 19 11 54 AM '00
APPELLATE OFFICING
BRANCH
OFFICE OF THE
SECRETARY

Secretary
Surface Transportation Board
Room 704
1925 K Street, NW
Washington, DC 20423-0001

Dear Secretary:

Enclosed for recordation pursuant to statute and 49 CFR 1177 are counterparts of a Release of Security Agreement-Trust Deed, dated as of December 31, 1999, and executed by First Security Bank, N.A. as security-trustee pursuant to a Security Agreement-Trust Deed, dated as of July 20, 1979 with Allfirst Leasing Corporation, *f/k/a First Maryland Leasecorp*. The units which were provided as collateral pursuant to the Security Agreement-Trust Deed are 14 diesel-electric locomotives, more specifically described on Schedule 1, attached to this letter.

The Security Agreement-Trust Deed was recorded with the ICC and assigned recordation number 10809.

The parties to the Security Agreement-Trust Deed are:

Security Grantor: Allfirst Leasing Corporation, *f/k/a First Maryland Leasecorp*
25 South Charles Street
Baltimore, MD 21201

Secured Party: First Security Bank, N.A., *f/k/a First Security Bank of Utah, N.A.*
79 South Main Street
Salt Lake City, UT 84111-1921

Enclosed is our check in the amount of \$26.

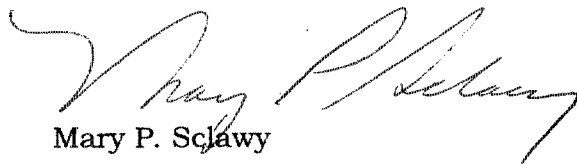
R-5

Secretary
January 17, 2000
Page 2

Please accept one counterpart of this document for filing, stamp the remaining counterparts with your recordation number and return them and the fee receipt to the undersigned at the following address:

Mary P. Sclawy
Hopkins & Sutter
2800 Livernois
Suite 220
Troy, MI 48083-1240

Sincerely,



Mary P. Sclawy

Enclosure

cc: John A. N. Lamont

Schedule 1 to Release

- 14 GP-11 Diesel-Electric Locomotives, built by General Motors Corporation (Electro-Motive Corporation), bearing the following road marks and numbers:**

<u>Original Mark and Numbers</u>	<u>Current Mark and Numbers</u>
ICG 8713	IC 8713
ICG 8714	IC 8714
ICG 8715	IC 8715
ICG 8716	IC 8716
ICG 8717	IC 8717
ICG 8718	IC 8718
ICG 8719	IC 8719
ICG 8720	IC 8720
ICG 8721	IC 8721
ICG 8722	IC 8722
ICG 8723	IC 8723
ICG 8724	IC 8724
ICG 8725	IC 8725
ICG 8726	IC 8726

JAN 21 '00

1 8- 4 8 AM

RELEASE OF SECURITY AGREEMENT - TRUST DEED

SURFACE TRANSPORTATION BOARD

THIS RELEASE OF SECURITY AGREEMENT - TRUST DEED is made as of December 31, 1999 by **First Security Bank, N.A.** formerly known as **First Security Bank of Utah, N.A.** not in its individual capacity but solely as security-trustee (the "Security-Trustee").

WITNESSETH:

WHEREAS, the Security Trustee and **Allfirst Leasing Corporation**, a Maryland corporation formerly known as **First Maryland Leasecorp** (the "Lessor") have entered into that certain Security Agreement - Trust Deed dated as of July 20, 1979 (the "Security Agreement") whereby, among other things, the Lessor mortgaged, assigned, pledged and granted to the Security-Trustee a security interest in the Collateral (as defined therein) which included, among other things, the Lease (as defined below) and the fourteen locomotives more fully described on Schedule 1 hereto (the "Units");

WHEREAS, the Lessor and **Illinois Central Railroad Company**, a Delaware corporation formerly known as **Illinois Central Gulf Railroad** (the "Lessee") have entered into that certain Equipment Lease dated as of July 20, 1979 (as amended, the "Lease") pursuant to which the Lessor leased the Units to the Lessee; and

WHEREAS, the duties and obligations of the Lessor under the Security Agreement have been satisfied and discharged.

NOW, THEREFORE, in consideration of the promises and covenants in the documents set forth by reference, and for other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with authority to issue and execute this document, intending to be legally bound, and recognizing the need to officially release the Security Agreement in the files of the Interstate Commerce Commission (predecessor to the Surface Transportation Board), the Security-Trustee hereby i) releases its security interest in the Collateral (including the Lease and the Units) and ii) acknowledges that the Security Agreement has become null and void (in accordance with Section 1.4 thereof).

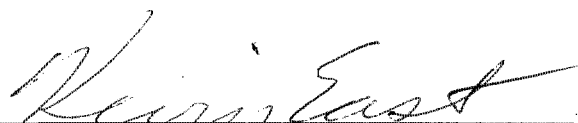
IN WITNESS WHEREOF, the Security Trustee has caused this Release of Security Agreement - Trust Deed to be duly executed as of the date first above written.

FIRST SECURITY BANK, N.A., not in its individual capacity but solely as security-trustee

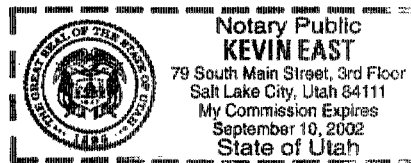
By: Title: Assistant Vice President

STATE OF UTAH)
)
CITY OF SALT LAKE) SS:

On this 31st day of December, 1999, before me personally appeared the within named Janeen R. Higgs, to me personally known, who, being by me duly sworn, says that (s)he is Assistant Vice President of First Security Bank, N.A., that the foregoing instrument was signed on behalf of said national association by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said national association.


Notary Public

[Notary Seal]



Schedule 1 to Release

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ICG 8725	IC 8725
ICG 8726	IC 8726